



APPROVED 2/24/14
Maine Connections Academy, Inc. (MCA)
MINUTES OF THE BOARD OF DIRECTORS MEETING

Friday, January 24, 2014 at 2:00 p.m.

Held at the following location and via teleconference:
4 Elbridge Oliver Way
Scarborough, ME 04074

I. Call to Order and Roll Call

Ms. Volk called the meeting to order at 2:02 p.m. The meeting was open to the public.

Board Members Present: Amy Volk, Carol Weston, Nick McGee and Amy Linscott (via phone);

Board Members Joined During Meeting: Julie Hannon (via phone);

Guests: Pat Laystrom, Marci Carter, Lyn McCullen and Megann Arthur, Connections staff (all via phone).

II. Routine Business

a. Approval of Agenda

Ms. Volk asked the Board to review the Agenda distributed prior to the meeting. There being no discussion, a motion was made and seconded as follows:

RESOLVED, that the Agenda for the January 24, 2014 Maine Connections Academy, Inc. Board Meeting, as presented, is hereby approved.

The motion passed unanimously.

III. Oral Reports

a. Update on Charter Application and Timeline

Ms. Laystrom provided the Board with an update on the Charter application, communications and legislation which could impact the charter application. She advised the Board regarding the upcoming Charter Commission meeting on January 30th, when the charter application is expected to be considered, and requested Board member availability to attend the meeting. Board members had discussion on the current legislative climate, and expectations for the upcoming hearing.

b. Discussion of Termination Clause in Proposed Educational Products and Services Agreement with Connections Academy of Maine, LLC

Ms. Laystrom presented this item to the Board. She provided the Board with an outline of the language proposed for the Educational Products and Services Agreement with Connections Academy of Maine, LLC (EPSA), as well as the recent communications with Board representatives and Connections on the EPSA.

IV. Consent Items

Ms. Volk asked the Board members whether any items from the Consent Items should be moved to Action Items for discussion, or tabled. There being no items moved, a motion was made and seconded as follows:

RESOLVED, that the Consent Item:

- a. Approval of Minutes from the November 19, 2013 Board Meeting; is hereby approved.

The motion passed unanimously.

V. Action Items

- a. Approval of Amended and Restated Bylaws

Mr. McGee presented this item to the Board. He highlighted the current review process completed by members of the Board, and the advantages to adopting a set of Bylaws now, allowing for further revisions in the future.

[Ms. Hannon joined the meeting at 2:20 p.m.]

Board members had extension discussion on specific areas of the Bylaws, and recommended revisions based on the current Board composition. The Board discussed revising Section III to acknowledge the school's "Authorizer" instead of "Sponsoring Authority." The Board also discussed their desire to add a Vice President position to the Board in the future, to assume the duties of the President in their absence. Lastly, the Board requested that Mr. McGee act as the Board's Designee to confirm the necessary posting requirements for special meetings, and finalize the Bylaws, with Board member feedback. There being no further discussion, a motion was made and seconded as follows:

RESOLVED, that Nick McGee as the Board's Designee to work with Connections to finalize the Bylaws, as discussed, is hereby approved.

The motion passed unanimously.

VI. Adjournment and Next Meeting at the Call of the Chair

Ms. Volk noted that the Board was at the end of its agenda and that the next meeting was scheduled to be held at the call of the Board Chair. At 2:44 p.m. the Board made and seconded the following motion:

RESOLVED, that the adjournment of the Maine Connections Academy, Inc. January 24, 2014 Board meeting, is hereby approved.

The motion was approved unanimously.